

STATE OF NEW HAMPSHIRE

Fee for SRA: \$50.00

Filing fee: \$50.00

Total fees \$100.00

Use black print or type.

Leave 1" margins both sides.

RSA 293-A:15.03

APPLICATION FOR CERTIFICATE OF AUTHORITY
FOR PROFIT FOREIGN CORPORATION

TO THE SECRETARY OF STATE OF THE STATE OF NEW HAMPSHIRE

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT,
THE UNDERSIGNED CORPORATION HEREBY APPLIES FOR A CERTIFICATE OF AUTHORITY
TO TRANSACT BUSINESS IN NEW HAMPSHIRE AND FOR THAT PURPOSE SUBMITS THE
FOLLOWING STATEMENT:

FIRST: The name of the corporation is ALCATEL USA MARKETING, INC.

SECOND: The name which it elects to use in New Hampshire is _____
_____. (Note 1)

THIRD: It is incorporated under the laws of DELAWARE.

FOURTH: The date of its incorporation is MARCH 1, 1985 and
the period of its duration is PERPETUAL.

FIFTH: (Complete this statement only if a Professional Association.) All the shareholders and those of its
directors and officers as are required by the laws of (enter the State of Incorporation) _____
_____ and by RSA 294-A:20 are licensed in one or more states, territories of
the United States or the District of Columbia to render a professional service described in the statement of
purpose of the corporation.

SIXTH: The complete address (including zip code and post office box, if any) of its principal office is ____
3400 WEST PLANO PARKWAY, PLANO, TEXAS 75075.

SEVENTH: The name of its registered agent **IN NEW HAMPSHIRE** is C T CORPORATION SYSTEM
_____ and the complete address (including zip code
and post office box, if any) of its registered office **IN NEW HAMPSHIRE** is (agent's business address)
9 CAPITOL STREET, CONCORD, NEW HAMPSHIRE 03301

State of New Hampshire
Requalification Package 9 Page(s)

_____. (Note 2)



T0608825017

EIGHTH: The principal purpose or purposes which it proposes to pursue in the transaction of business in New Hampshire are SALE OF TELECOMMUNICATION EQUIPMENTS

_____. (Note 3)

NINTH: The names and usual business addresses of its current officers and directors are: (If there are additional officers or directors, attach additional sheet OR if the laws of the state of incorporation do not require directors, indicate below.) PLEASE ALSO SEE ATTACHED LISTING

Name

Title

Address

OFFICERS

<u>HUBERT DE PESQUIDOUX</u>	<u>PRESIDENT / CEO</u>	<u>3400 WEST PLANO PARKWAY,</u> <u>PLANO, TEXAS 75075</u>
<u>STEVEN SHERMAN</u>	<u>SENIOR VP / CFO</u>	<u>3400 WEST PLANO PARKWAY,</u> <u>PLANO, TEXAS 75075</u>
<u>JAMES RENE</u>	<u>SENIOR VP / SECRETARY</u>	<u>3400 WEST PLANO PARKWAY,</u> <u>PLANO, TEXAS 75075</u>

DIRECTORS

<u>HUBERT DE PESQUIDOUX</u>	<u>3400 WEST PLANO PARKWAY,</u> <u>PLANO, TEXAS 75075</u>
<u>JAMES RENE</u>	<u>3400 WEST PLANO PARKWAY,</u> <u>PLANO, TEXAS 75075</u>
<u>STEVEN SHERMAN</u>	<u>3400 WEST PLANO PARKWAY,</u> <u>PLANO, TEXAS 75075</u>

Dated March 20, 2006

ALCATEL USA MARKETING, INC. (Note 4)

By Richard P. Campbell (Note 5)

Signature of its VICE PRESIDENT - TAX

RICHARD CAMPBELL
Print or type name

Mail total fees, **DATED & SIGNED ORIGINAL, ORIGINAL CERTIFICATE OF LEGAL EXISTENCE OR GOOD STANDING ISSUED BY THE STATE OR COUNTRY OF INCORPORATION AND FORM SRA (See Notes 6 & 7)** to: Corporation Division, Department of State, 107 North Main Street, Concord, NH 03301-4989.

ALCATEL USA MARKETING, INC.
FEIN: 75-2016914
OFFICERS & DIRECTORS LISTING

NAME	TITLE	BUSINESS ADDRESS	EXPIRATION OF TERM
HUBERT DE PESQUIDOUX	PRESIDENT/CEO/COO DIRECTOR	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
STEVEN SHERMAN	SENIOR VP/CFO/ DIRECTOR	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
KENNETH FRANK	SENIOR VP/ CHIEF TECHNOLOGY OFFICER	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
BARRY DENROCHE	SENIOR VP/ CHIEF INFORMATION OFFICER	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
TIM KRAUSE	SENIOR VP, COMMUNICATIONS & CHANNEL MANAGEMENT & CHIEF MARKETING OFFICER	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
PATRICK J. VOGELER	SENIOR VP/ HUMAN RESOURCES	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
DANNY WADE	SENIOR VP, QUALITY, SERVICES AND OPERATIONS	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
JAMES RENE	SENIOR VP/GENERAL COUNSEL & SECRETARY/ DIRECTOR	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
RICHARD CAMPBELL	VICE PRESIDENT - TAX	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
GLENN B. GUNN	TREASURER	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
EDWARD W. VINZANT	ASSISTANT TREASURER	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE
SCOTT E. WOLFE	ASSISTANT SECRETARY	3400 W. PLANO PARKWAY, MS: TAX-1 PLANO, TEXAS 75075	INDEFINITE

Delaware

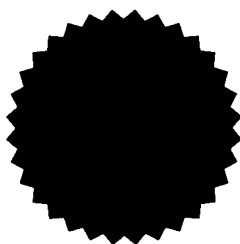
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALCATEL USA MARKETING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF FEBRUARY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2056039 8300

AUTHENTICATION: 4520364

060135841

DATE: 02-13-06



State of New Hampshire 2005 ANNUAL REPORT

The following information shall be given as of January 1
preceeding the due date Pursuant to RSA 293-A:16.22.

REPORT DUE BY April 1, 2005

ANNUAL REPORTS RECEIVED AFTER THE DUE DATE
WILL BE ASSESSED A LATE FEE.

ALCATEL USA MARKETING, INC.

3400 W PLANO PKWY
PLANO , TX 75075

ENTITY TYPE: CORPORATION

BUSINESS ID: 369596

STATE OF DOMICILE: DELAWARE

FEDERAL ID: 752016914

ANY LAWFUL ACT/ACTIVITY FOR WHICH CORPS. MAY BE
ORGANIZED UNDER NH LAWS

ADDRESS OF PRINCIPAL OFFICE:

3400 W PLANO PKWY

PLANO , TX 75075

REGISTERED AGENT AND OFFICE:

C T CORPORATION SYSTEM

9 CAPITOL ST

CONCORD , NH 03301

If changing the mailing or principal office address, please check the appropriate box and fill in the necessary information.

☒ The new mailing address 3400 WEST PLANO PARKWAY, MS: TAX-1, PLANO, TEXAS 75075

☐ The new principal office address

PO Box is acceptable.

OFFICERS

NAME AND BUSINESS ADDRESS (P.O. BOX ACCEPTABLE).

(MUST LIST AT LEAST ONE OFFICER BELOW)

NAME HUBERT DE PESQUIDOUX
STREET 3400 WEST PLANO PARKWAY,
CITY/STATE/ZIP PLANO, TEXAS 75075

NAME STEVEN SHERMAN
STREET 3400 WEST PLANO PARKWAY,
CITY/STATE/ZIP PLANO, TEXAS 75075

NAME JAMES RENE
STREET 3400 WEST PLANO PARKWAY,
CITY/STATE/ZIP PLANO, TEXAS 75075

NAME RICHARD CAMPBELL
STREET 3400 WEST PLANO PARKWAY,
CITY/STATE/ZIP PLANO, TEXAS 75075

NAMES AND ADDRESSES OF ADDITIONAL OFFICERS AND DIRECTORS ARE ATTACHED

BOARD OF DIRECTORS

NAME AND BUSINESS ADDRESS (P.O. BOX ACCEPTABLE).

(MUST LIST AT LEAST ONE DIRECTOR BELOW)

NAME HUBERT DE PESQUIDOUX
STREET 3400 WEST PLANO PARKWAY,
CITY/STATE/ZIP PLANO, TEXAS 75075

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STREET 3400 WEST PLANO PARKWAY,
CITY/STATE/ZIP PLANO, TEXAS 75075

NAME JAMES RENE
STREET 3400 WEST PLANO PARKWAY,
CITY/STATE/ZIP PLANO, TEXAS 75075

NAME
STREET
CITY/STATE/ZIP

To be signed by an officer, director, or any other person authorized by the board of directors.
I, the undersigned do hereby Certify that the statements on this report are true to the best of my information, knowledge and belief.

Sign here:

Please print name and title of signer:

RICHARD CAMPBELL

NAME

VICE PRESIDENT-TAX

TITLE

FEE DUE: \$200.00

E-MAIL ADDRESS (OPTIONAL):



WHEN THIS FORM IS ACCEPTED BY THE SECRETARY OF STATE, BY LAW IT WILL BECOME A
PUBLIC DOCUMENT AND ALL INFORMATION PROVIDED IS SUBJECT TO PUBLIC DISCLOSURE

REQUIRED INFORMATION MUST BE COMPLETE OR THE REGISTRATION REPORT WILL BE REJECTED

MAKE CHECK PAYABLE TO SECRETARY OF STATE

RETURN COMPLETED REPORT AND PAYMENT TO:

New Hampshire Department of State, Annual Reports, P.O. Box 9529, Manchester, NH 03108-9529

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FEIN: 75-2016914
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3400 W PLANO PKWY
PLANO , TX 75075

ADDRESS OF PRINCIPAL OFFICE:

3400 W PLANO PKWY , MS: TAX-1
PLANO , TX 75075

REGISTERED AGENT AND OFFICE:

C T CORPORATION SYSTEM

9 CAPITOL ST

CONCORD , NH 03301

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CITY/STATE/ZIP PLANO, TEXAS 75075
NAME
STREET
CITY/STATE/ZIP

To be signed by an officer, director, or any other person authorized by the board of directors.

I, the undersigned do hereby Certify that the statements on this report are true to the best of my information, knowledge and belief.

Sign here:

Please print name and title of signer:

RICHARD CAMPBELL

NAME

VICE PRESIDENT-TAX

TITLE

FEE DUE: \$100.00

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**Form SRA – Addendum to Business Organization and Registration Forms
Statement of Compliance with New Hampshire Securities Laws**

Part I – Business Identification and Contact Information

Business Name: ALCATEL USA MARKETING, INC.

Business Address (include city, state, zip): 3400 WEST PLANO PARKWAY, MS: TAX-1, PLANO, TEXAS 75075

Telephone Number: (972) 477-4114 E-mail: ruby.leung@alcatel.com

Contact Person: MS RUBY LEUNG

Contact Person Address (If Different): _____

Part II – Check ONE of the following items in Part II If more than one item is checked, this form will be rejected.
[PLEASE NOTE: Most small businesses registering in New Hampshire qualify for the exemption in Part II, Item 1 below. However, you must insure that your business meets all of the requirements spelled out in A), B) and C)]:

1. ☐ Ownership interests in this business are exempt from the registration requirements of the state of New Hampshire because the business meets ALL of the following three requirements:
- A) This business has 10 or fewer owners; and
 - B) Advertising relating to the sale of ownership interests has not been circulated; and
 - C) Sales of ownership interests – if any – will be completed within 60 days of the formation of this business.
2. ☐ This business will offer securities in New Hampshire under another exemption from registration or will notice file for federal covered securities. Enter the citation for the exemption or notice filing claimed - _____.
3. ☐ This business has registered or will register its securities for sale in New Hampshire. Enter the date the registration statement was or will be filed with the Bureau of Securities Regulation - _____.
4. ☒ This business was formed in a state other than New Hampshire and will not offer or sell securities in New Hampshire.

Part III – Check ONE of the following items in Part III:

1. ☒ This business is not a New Hampshire corporation or limited partnership. (ALL LLC's should check this item.)
2. ☐ This business is a New Hampshire corporation or limited partnership and the articles of incorporation or certificate of limited partnership states whether capital stock or interests will be sold or offered for sale.

Part IV – Certification of Accuracy

(NOTE: The information in Part IV must be certified by: 1) all of the incorporators of a corporation to be formed; or 2) an executive officer of an existing corporation; or 3) all of the general partners or intended general partners of a limited partnership; or 4) one or more authorized members or managers of a limited liability company; or 5) one or more authorized partners of a registered limited liability partnership or foreign registered limited liability partnership.)

I (We) certify that the information provided in this form is true and complete. (Original signatures only)

Name (print): RICHARD CAMPBELL Signature: 

Name (print): _____ Signature: _____

Name (print): _____ Signature: _____

Date: 3/20/2006